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RECORDATION NO. 26174 FILED

FEB 03 '06

3-33 PM

SURFACE TRANSPORTATION BOARD

OF COUNSEL  
URBAN A. LESTER

February 3, 2006

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Schedule #11, dated as of August 15, 2005, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor:	Midwest Railcar Corp 3 Professional Park Drive, Suite B. Maryville, Illinois 62062
Lessee:	American Steel Processing Co. 11411 Landfill Road Panama City Beach, Florida 32413

Mr. Vernon A. Williams  
February 3, 2006  
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A description of the railroad equipment covered by the enclosed document is:

11 gondola cars: MRMX 100289, MRMX 100291, MRMX 100293, MRMX 100296 - MRMX 100297, MRMX 100302, MRMX 100305, MRMX 100309, MRMX 100313, MRMX 100317 and MRMX 100318.

A short summary of the document to appear in the index is:

Memorandum of Schedule #11.

Also enclosed is a check in the amount of \$33.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Edward M. Luria

RWA/anm  
Enclosures

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SURFACE TRANSPORTATION BOARD

**MIDWEST RAILCAR CORPORATION**

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**MEMORANDUM OF SCHEDULE #11 TO FULL SERVICE  
MASTER LEASE AGREEMENT**

**between**

**MIDWEST RAILCAR CORPORATION,**

**as Lessor**

**and**

**AMERICAN STEEL PROCESSING CO.**

**as Lessee**

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MEMORANDUM OF SCHEDULE #11 TO FULL SERVICE MASTER LEASE AGREEMENT

THIS MEMORANDUM OF SCHEDULE #11 TO FULL SERVICE MASTER LEASE AGREEMENT is effective as of August 15, 2005, by and between MIDWEST RAILCAR CORPORATION, an Illinois Corporation ("Lessor"), and AMERICAN STEEL PROCESSING CO., a Florida Corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, certain railcars as described on Exhibit A attached hereto and made a part hereof, all as more particularly described in that certain Schedule #11 dated August 15, 2005 between Lessor and Lessee to the Full Service Master Lease Agreement dated as of November 24, 2003 between Lessor and Lessee (the "Lease").
2. The Lease shall be effective as of the execution date thereof and the term of the Lease with respect to each car shall be as set forth in Schedule #11.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Schedule #11 to Full Service Master Lease Agreement to be executed as of the date first above written.

MIDWEST RAILCAR CORPORATION  
Lessor

By: 

Richard M. Murphy  
President & CEO

AMERICAN STEEL PROCESSING CO.

By: 

Name:  
Title:

STATE OF Illinois <sup>County</sup> Madison, TO WIT:

On this ~~24th~~ day of August, 2005 before me appeared, Richard M. Murphy to me personally known, who being by me duly sworn, says that he is the President of MIDWEST RAILCAR CORPORATION, an Illinois Corporation, that said instrument was signed on August 24, 2005 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Notarial Seal]

Michelle Nation  
Notary Public

My commission expires: 10-1-08



STATE OF FLORIDA, CITY OF Lynn Haven, TO WIT:

On this 18 day of August, 2005 before me appeared, Tom J. Fancell, to me personally known, who being by me duly sworn, says that he is a President, of AMERICAN STEEL PROCESSING CO., a Florida Corporation, that said instrument was signed and sealed on August 18, 2005 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Notarial Seal]



Michael R Owen  
My Commission DD219741  
Expires August 22, 2007

Michelle Nation  
Notary Public

My commission expires:

EXHIBIT A

DESCRIPTION OF RAILCARS

Eleven (11) 4400 cube, 100-ton gondolas with 263,000 lb GRL; AAR Car Type Code J312 with the following marks:

**MWCX 100289, MWCX 100291, MWCX 100293, MWCX 100296, MWCX 100297, MWCX 100304, MWCX 100305, MWCX 100309, MWCX 100313, MWCX 100317, MWCX 100318**